



**Integrated Micro-Electronics, Inc.**

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Biñan 4024 Laguna

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**AS OF DECEMBER 31, 2022 BOARD OF DIRECTORS AND KEY OFFICERS**

**Board of Directors**

Delfin L. Lazaro	Chairman of the Board of Directors
Arthur R. Tan	Vice-Chairman and Chief Executive Officer
Jerome S. Tan	President
Jose Ignacio A. Carlos	Director
Roland Joseph L. Duchâtelet	Director
Alberto M. de Larrazabal	Director
Rafael C. Romualdez	Director
Jaime Z. Urquijo	Director
Edgar O. Chua	Lead Independent Director
Hiroshi Nishimura	Independent Director
Sherisa P. Nuesa	Independent Director

**Delfin L. Lazaro**, Filipino, 76, has served as member of the Board of IMI since May 2000 and was appointed as Chairman of the Board of Directors on October 21, 2022. He holds the following positions in publicly listed companies: Director of Ayala Corporation, ACEN CORPORATION, and Globe Telecom, Inc. His other significant positions include: Chairman of Atlas Fertilizer & Chemicals Inc., Chairman and President of A.C.S.T. Business Holdings, Inc. and AYC Holdings Ltd.; Co-Vice Chairman and President of Asiacom Philippines, Inc.; Director of AC Energy and Infrastructure Corporation, AC Industrial Technology Holdings, Inc., AC International Finance, Ltd., Purefoods International Limited and Probe Productions, Inc. He is an Independent Adviser to the Board of Directors of Ayala Land, Inc. and a member of the BPI Advisory Council. He graduated with BS Metallurgical Engineering at the University of the Philippines in 1967 and took his MBA (with Distinction) at Harvard Graduate School of Business in 1971.

**Arthur R. Tan**, Filipino, 63, has been a member of the Board of Directors of IMI since July 2001, Vice Chairman since 28 June 2021 and Chief Executive Officer since April 2002. He served as President of the Company from April 2002 to June 2016 and was re-elected to serve as such from January 1, 2020 until June 28, 2021. Concurrently, he is a Senior Managing Director of Ayala Corporation and a member of the Ayala Group Management Committee. He is also the Group President and CEO of AC Industrial Technology Holdings, Inc; Chairman of the Board and Chief Executive Officer of Merlin Solar Technologies (Phils.), Inc.; Chairman of the Board of PSi Technologies Inc.; President & CEO of Speedy-Tech Electronics, Ltd.; Director of Surface Technology International, Ltd.; Member of the Board of Advisors of Via Optronics; Chairman of the Advisory Board of MT-CCON Technologies; Chairman and CEO of AC Motors, American Motorcycles Inc. and Skyeye Analytics, Inc.; and an Independent Board Member of SSI Group, Inc., Lyceum of the Philippines University, and East Asia Computer Center/FEU Institute of Technology. Prior to IMI, he was the Northeast Area Sales Manager and Acting Design Center Manager of American Microsystems Inc. (Massachusetts, USA), from 1994 to 1998, of which he became the Managing Director for Asia Pacific Region/Japan from 1998 to 2001. He graduated with

B.S. in Electronics Communications Engineering degree from Mapua Institute of Technology in 1982 and attended post-graduate programs at the University of Idaho, Singapore Institute of Management, IMD and Harvard Business School.

**Jerome S. Tan**, Singaporean, 61, has been the President of IMI since June 28, 2021. He served as Senior Managing Director and the Global Chief Financial Officer and Treasurer of IMI from January 2011 to June 28, 2021, providing leadership, direction and management of all Finance functions including Treasury, Financial Planning & Analysis and Controllership. Concurrently, he is also an Independent Director of PAL Holdings, Inc. and Philippine Airlines, Inc. He brings more than 30 years of broad experience and various achievements in finance, strategic planning, business development and acquisition/integration. He had assumed regional leadership roles in multi-national Banking and Finance companies, and Food and Beverage industry located in different countries in the Asia Pacific Region. Prior to joining IMI, he was with GE Capital holding various regional and operating roles in Finance and Business Development including CFO for CNBC / NBC Universal Asia Pacific, CFO of GE Money Singapore and GE Money Bank in the Philippines. Before taking on operating CFO positions, he was the Regional FP&A Leader for GE Money Asia; and a Business Development Director for GE Capital responsible for mergers and acquisition. Prior to joining GE, he was also a key member of the management team of San Miguel Brewing International Ltd., managing Treasury and Financial Planning, and Corporate Planning and Business Development. He started his career in banking as an Associate in Robert Fleming, Inc. based in New York and was also an Assistant Director in First Pacific Bank Asia, Ltd. in Hong Kong. He graduated with B.A. in Economics under the Honors Program from De La Salle University in 1982 and obtained an MBA in General Management from the Darden Business School at University of Virginia in 1987.

**Jose Ignacio A. Carlos**, Filipino, 53, has been a Director of IMI since December 2006. Concurrently, he is the Chairman of the Board of AVC Chemical Corporation, Vice Chairman of the Board of Mindanao Energy Systems, Inc. and Cagayan Electric Power and Light Co., and President of Polymer Products Philippines, Inc. and Minergy Power Corporation. He is also a member of the Board of Directors of Resins, Inc., Riverbanks Development Corporation, and Philippine Iron Construction and Marine Works, Inc. He is not a director of any publicly listed company in the Philippines other than IMI. He earned a BS Management degree from the Ateneo de Manila University in 1991 and finished Masters of Business Administration at the Johnson Graduate School of Management Cornell University in 1999.

**Alberto M. de Larrazabal**, Filipino, 67, has served as a Director of IMI on April 15, 2021. He is a Senior Managing Director, Chief Finance Officer, Chief Risk Officer, Chief Sustainability Officer, and Finance Group Head of Ayala Corporation. He is also a Director of publicly listed companies, namely, ENEX Energy Corp. and Manila Water Company, Inc. He is the Chairman, President and CEO of AC Ventures Holdings Corp., Chairman of Darong Agricultural and Development Corporation and Livelt Investments Limited; President and CEO of AYC Finance Limited, and Bestfull Holdings Limited; Vice Chairman of Lagdigan Land Corporation; President of Liontide Holdings, Inc. and of Philwater Holdings Company, Inc.; CEO of Azalaea International Venture Partners Limited, Director of Ayala Hotels, Inc., AC Infrastructure Holdings Corporation, AC Energy and Infrastructure Holdings, Inc., Ayala Healthcare Holdings, Inc., AC Energy International, Inc., AC Industrial Technology Holdings, Inc., Affinity Express Holdings Limited, Ayala Aviation Corporation, Asiacom Philippines, Inc., Ayala Group Legal, Michigan Holdings, Inc., A.C.S.T Business Holdings, Inc., Merlin Solar Technologies, Inc., Pioneer Adhesives, Inc., BF Jade E-Services Philippines, Inc., Cartera Interchange Corporation, AC International Finance Limited, AYC Holdings Limited, AG Holdings Limited, Fine State Group Limited, AG Region Pte. Ltd., Ayala International Holdings Limited, Ayala International Pte. Ltd., Strong Group Limited, Total Jade

Group Limited, VIP Infrastructure Holdings Pte. Ltd., Purefoods International Limited (“PFIL NA”) and AI North America, Inc. Albert has over two decades of extensive experience as a senior executive in Finance, Business Development, Treasury Operations, Joint Ventures, Mergers and Acquisitions, as well as Investment Banking and Investor Relations. Prior to joining Ayala Corporation, Albert served as Chief Commercial Officer and Chief Finance Officer of Globe Telecom, a business unit of Ayala Corporation. Before he joined Globe Telecom, he held positions such as Vice President and CFO of Marsman Drysdale Corporation, Vice President and Head of the Consumer Sector of JP Morgan, Hong Kong, and Senior Vice President and CFO of San Miguel Corporation. He holds a Bachelor of Science degree in Industrial Management Engineering from De La Salle University.

**Roland Joseph L. Duchâtelet**, 75, Belgian, was elected as Director of the Company on October 21, 2022. He worked for several enterprises in Belgium and Germany. He created several businesses throughout his career, meanwhile organizing approximately 50 acquisitions or sales of businesses. One of them was EPIQ, now part of IMI. Together with his business partners Rudi De Winter and Françoise Chombar, he created Melexis, a company which yielded them the title of “Enterprise the Year” in 2000. In the year 2000, Mr. Duchâtelet became active in the internet business. Between 2007 and 2010 he was a member of the Belgian Senate. Mr. Duchâtelet has degrees in Engineering and Applied Economics from the University of Louvain. He also obtained his Masters in Business Administration from the same university.

**Rafael C. Romualdez**, Filipino, 60, has been a Director of IMI since May 1997. He is a Director of Resins Incorporated (RI) and sits in the boards of several of its affiliates: RI Chemical Corporation, Chemserve Incorporated, Pacific Resins, Incorporated (PRI), and Bio Renewable Energy Ventures Incorporated (BIOREV); he is also Chairman of Philippine Iron Construction and Marine Works, Incorporated (PICMW), a subsidiary of RI. He is a Director of Lakpue Drug Incorporated and La Croesus Pharma Incorporated. He earned a Bachelor of Arts degree in Mathematics from Boston College in 1986 and a Masters in Business Administration from George Washington University in 1991.

**Jaime Z. Urquijo**, 34, Filipino, was elected as Director of the Company on October 21, 2022. He is currently a director of the Bank of the Philippines Islands, BPI MS Insurance, AC Industrial Technology Holdings, Inc., Merlin Solar Technology, Inc., Merlin Solar Technology (Phils.), Inc., and ENEX Energy Corp. He is the Assistant Vice President of Business Development of the International Business unit of ACEN CORPORATION. Prior to this, he was a Strategy and Development Manager at Ayala Corporation. From 2014 to 2016, he was seconded to AF Payments, Inc., where he served as head of Business Development overseeing the launch of the Beep Card payment system. Prior to joining the Ayala Group, he was an associate at JP Morgan in New York. He is an advisor to the board of the Philippine Rugby Football Union and is the current President of the Notre Dame Club of the Philippines. He is also an executive committee member of the INSEAD Alumni Association of the Philippines, and a member of the National Advisory Council of WWF Philippines. He received his Bachelor of Arts degree in Political Science from University of Notre Dame, Indiana, USA, and obtained his Master’s in Business Administration in INSEAD, France in 2018.

**Edgar O. Chua**, Filipino, 66, has been an independent director of IMI since April 2014 and its Lead Independent Director since August 16, 2017. He is currently an independent director of Metropolitan Bank and Trust Company, a publicly listed company, First Gen Corp, Philcement, JGSummit Olefins Corp and PHINMA Corp. He is also in the advisory boards of Mitsubishi Motors Philippines Corporation and Coca Cola Bottlers Corp. He is the Chairman of the Makati Business Club, University of St. La Salle

Bacolod, and the Philippine Eagle Foundation. He is also President of De La Salle Philippines. He is also a trustee of various civic and business organizations. He was the Country Chairman of the Shell Companies in the Philippines from September 2003 to October 2016. He had corporate responsibility for the various Shell companies in the exploration, manufacturing and marketing sector of the petroleum business. Likewise, he also oversaw the Shared Services operations and various Shell holding companies. Outside the Philippines, he held senior positions as Transport Analyst in Group Planning in the UK and as General Manager of the Shell Company of Cambodia. Mr. Chua earned his Bachelor of Science Degree in Chemical Engineering from De La Salle University in 1978 and attended various international seminar and courses including the senior management course in INSEAD, France.

**Hiroshi Nishimura**, Japanese, 69, has been an independent director of IMI since June 17, 2020. He served as an Independent Director of the Company from April 2010 to April 15, 2020. He is the Chairman and President of Linkwest International Consultancy Services, Inc. He also serves as the Executive Vice President of All Purpose Appliances & Multi-Products, Inc. He served as President of Panasonic Communications Philippines Corporation (PCP), formerly known as Kyushu Matsushita Electronics Philippines (PKME), from 2000-2007. He is not a director of any publicly listed company in the Philippines other than IMI. He finished a degree in Electronics Engineering Course at Kurume University in 1976.

**Sherisa P. Nuesa**, Filipino, 68, has been an independent director of IMI since April 2018. Currently, she is an Independent Director of other publicly listed companies namely: Manila Water Company, Inc., ACEN CORPORATION (formerly AC Energy Philippines, Inc.), and Ayala Land, Inc. She is a non-executive Director of Far Eastern University, also a publicly listed company, and of FERN Realty Corporation. She is a Senior Adviser to the Boards of Metro Retail Stores Group, Inc. and Vicsal Development Corporation. She is a member of the boards of trustees of the Justice Reform Initiative (JRI), and the NextGen Organization of Women Corporate Directors (NOWCD), where she holds the position of Vice President. In the recent past, from 2012 to early 2021, she held the positions of President and Director of the ALFM Mutual Funds Group, and Trustee of the Institute of Corporate Directors (ICD). In addition to her background as a Chief Finance Officer and currently as a Board Director, she also held previous positions in management operations and is an accredited lecturer of both ICD and the FINEX Academy. She was the Chief Finance Officer and Chief Administration Officer of IMI from January 2009 to July 2010. She was then a Managing Director of Ayala Corporation and had served in various capacities in Ayala Corporation, Ayala Land, Inc., and Manila Water Company, Inc. She co-lead the Initial Public Offering (IPO) teams of Ayala Land, Inc., Cebu Holdings, Inc., Manila Water, and IMI. She was awarded the ING-FINEX CFO of the Year for 2008. She received a Master of Business Administration degree from the Ateneo Graduate School of Business in Manila. She also attended post-graduate courses in Harvard Business School and in Stanford University. She graduated summa cum laude in 1974, with a degree of Bachelor of Science in Commerce from the Far Eastern University, which named her as one of its Outstanding University Alumni. She is a Certified Public Accountant.

## Management Committee Members and Key Executive Officers

*/**	Arthur R. Tan	Chief Executive Officer
*/**	Jerome S. Tan	President
**	Eric De Candido	Chief Operations Officer
	Mary Ann S. Natividad	Chief Commercial Officer
	Laurice S. Dela Cruz	Chief Finance Officer-OIC, Compliance Officer, Acting Chief Risk Officer and Chief Sustainability Officer
	Anthony P. Rodriguez	Treasurer
	Rosalyn O. Tesoro	Chief Information Officer and Data Protection Officer
	Solomon M. Hermosura	Corporate Secretary
	Rosario Carmela G. Austria	Assistant Corporate Secretary
*	<i>Members of the Board of Directors</i>	
**	<i>Members of the Management Committee</i>	

**Eric De Candido**, French, 48, has been IMI's Chief Operations Officer since January 1, 2020. He was IMI's Regional Head for Europe Operations covering Bulgaria, Czech Republic and Serbia since January 2018. He has more than 11 years of experience as a General Manager handling Bulgarian operations of Fremach International (formerly EPIQ NV) and IMI since 2008. His professional experience includes working for 11 years in different Valeo production plants in Poland, France, Iran and Morocco. He has graduated with Production Engineering in ESIEE/Electronics & Electrotechnic High School in Amiens, France.

**Mary Ann S. Natividad**, Filipino, 56, has been the Chief Commercial Officer of IMI since January 1, 2020. She was the Global Head of Sales and Marketing of IMI since 2016. Prior to this assignment, she managed Key Accounts and Management, and Strategic Planning. She is also the former Business Unit Head for Singapore Turnkey Operations. Her track record spans over 30 years in the electronics industry, covering its various aspects. She is a licensed Electronics and Communications Engineer. She has an Electronics and Communications Engineering degree from the Mapua Institute of Technology.

**Laurice S. Dela Cruz**, Filipino, 38, has served as Chief Finance Officer-OIC since June 2021. Prior to her appointment, she has held roles of increasing responsibilities since she joined IMI in 2011, including her last role as Global Head for Financial Planning and Analysis. She is also the Corporation's Compliance Officer since April 2020. Over the years, she has demonstrated her strong proficiency in technical accounting as well as a broad knowledge in finance in general. She has over 15 years of professional experience in the field of audit, accounting and controllership. Prior to joining IMI, she held the position of Business Unit Controller for the Agro-Industrial Division at Universal Robina Corporation for over two years. She was also a Senior Associate Auditor at Sycip Gorres Velayo (SGV) & Co. for four years. She graduated with a degree of BS in Accountancy from the University of Santo Tomas in 2004 and is a Certified Public Accountant.

**Anthony Raymond P. Rodriguez**, Filipino, 56, has been the Treasurer of the Company since June 1, 2021. He has been the Head of Treasury and Credit and Investor Relations Officer since February 2009. Prior to IMI, he has gained nineteen years of extensive professional experience from Metropolitan Bank & Trust Co. as Head, FX Trading – USD/Thirds, BDO – Equitable PCI Bank as Senior Dealer and Head –FX and Derivatives Desk and from Far East Bank & Trust Co. as Institutional Sales Desk Head for Treasury Marketing. He finished a degree in Industrial Engineering at University of Sto. Tomas in 1990 and obtained an MBA from De La Salle University in 1997.

**Rosalyn O. Tesoro**, Filipino, 51, has been the Chief Information Officer since 2013 and Data Protection Officer of IMI since August 12, 2020. She joined IMI in 2005, initially as IT Infrastructure manager, before being designated as IT head in 2010. Prior to joining IMI, she held various roles in semiconductor manufacturing and IT companies. She has been an IT practitioner for almost 30 years. She holds a BS Computer Engineering degree from Mapua Institute of Technology.

**Solomon M. Hermosura**, Filipino, 60, has served as Corporate Secretary of IMI since November 2013. He is a Senior Managing Director of Ayala Corporation and a member of its Management Committee since 2009 and the Ayala Group Management Committee since 2010. He also serves as Corporate Secretary and Group General Counsel of Ayala Land, Inc.; Corporate Secretary of ACEN CORPORATION, AREIT, Inc. Globe Telecom, Inc. and Ayala Foundation, Inc., He serves as Corporate Secretary and member of the Board of Directors of a number of companies in the Ayala Group. He is currently a member of the faculty of the College of Law of San Beda University. He graduated valedictorian with Bachelor of Laws degree from San Beda College in 1986 and placed third in the 1986 Bar Examinations.

**Rosario Carmela G. Austria**, Filipino, 40, was elected as Assistant Corporate Secretary of Integrated Micro-Electronics in April 2021. She is also the Assistant Corporate Secretary of Ayala Corporation, Ayala Foundation, Inc., AC Industrial Technology Holdings, Inc., and other companies within the Ayala Group. She is Head of the Corporate Secretarial Services Division, Corporate Governance Group of Ayala Corporation. Previously, she was Corporate Governance Manager in Ayala Group Legal from May 2019 to May 2020 and in Ayala Corporation from May 2020 to March 2021. Prior to joining Ayala Group, she worked in the Securities and Exchange Commission from September 2009 to April 2019 where her last post was Assistant Director of the Corporate Governance Division, Corporate Governance and Finance Department. She graduated with a Bachelor of Science degree in Legal Management, minor in International Business, from the Ateneo de Manila University in 2004 and completed her Juris Doctor degree from the same university in 2008. She was admitted to the Philippine Bar in 2009. She obtained a Master of Public Policy in 2013 from the National Graduate Institute of Policy Studies (GRIPS) in Tokyo, Japan as a recipient of the Japan-IMF Scholarship Program for Asia.

## Results of the Organizational Board of Directors' Meeting (Disclosed last April 22, 2022)

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=ad7e60c637e798573470cea4b051ca8f](https://edge.pse.com.ph/openDiscViewer.do?edge_no=ad7e60c637e798573470cea4b051ca8f)

#### 4. the officers under our By-Laws and Manual of Corporate Governance:

Arthur R. Tan	- Chief Executive Officer
Jerome S. Tan	- President
Eric De Candido	- Chief Operations Officer
Mary Ann S. Natividad	- Chief Commercial Officer
Laurice S. Dela Cruz	- Chief Finance Officer (OIC), Compliance Officer, Acting Chief Risk Officer and Chief Sustainability Officer
Rosalyn O. Tesoro	- Chief Information Officer and Data Protection Officer
Anthony Raymond P. Rodriguez	- Treasurer and Investor Relations Officer
Solomon M. Hermosura	- Corporate Secretary
Rosario Carmela G. Austria	- Assistant Corporate Secretary

## Change in Directors and Officers (Disclosed on September 12, 2022)

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September 12, 2022

**Securities and Exchange Commission**  
PICC Complex, Roxas Boulevard, Pasay City

Attention: Director Vicente Graciano P. Felizmenio, Jr.  
*Director, Markets & Securities Regulation Department*

**Philippine Stock Exchange**  
6/F, PSE Tower  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street,  
Bonifacio Global City, Taguig City

Attention: Ms. Alexandra D. Tom Wong  
*OIC, Disclosure Department*

Gentlemen:

Please be informed that Mr. Fernando Zobel de Ayala tendered today his resignation from our Board of Directors effective immediately due to health reasons. His replacement will be elected by our Board in due course.

Thank you.

Very truly yours,

  
**SOLOMON M. HERMOSURA**  
Corporate Secretary

## Change in Directors and Officers (Disclosed on October 21, 2022)

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=d2f1d4d4e12bf4653470cea4b051ca8f](https://edge.pse.com.ph/openDiscViewer.do?edge_no=d2f1d4d4e12bf4653470cea4b051ca8f)

21 October 2022

**Securities and Exchange Commission**  
17/F SEC Headquarters, 7907 Makati Avenue,  
Barangay Bel-Air, Makati City

Attention: Hon. Vicente Graciano P. Felizmenio, Jr.  
*Director, Markets and Securities Regulation Department*

**Philippine Stock Exchange, Inc.**  
6/F PSE Tower  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street  
Bonifacio Global City, Taguig City

Attention: Ms. Alexandra D. Tom Wong  
*OIC, Disclosure Department*

Gentlemen:

Please be informed that at its regular meeting held today, our Board of Directors ("Board") accepted the resignations of Mr. Jaime Augusto Zobel de Ayala and Mr. Fernando Zobel de Ayala. Upon the endorsement of our Corporate Governance and Nomination Committee ("CGN Committee"), the remaining members of our Board, still constituting a quorum, elected Mr. Jaime Z. Urquijo *vice* Mr. Fernando Zobel de Ayala, and Mr. Roland Joseph L. Duchâtelet *vice* Mr. Jaime Augusto Zobel de Ayala.

**Jaime Z. Urquijo**, 34, Filipino, is currently a director of Bank of the Philippines Islands, AC Industrial Technology Holdings, Inc., Merlin Solar Technology, Inc., Merlin Solar Technology (Phils.), Inc., ACE Enexor, Inc. and ACE Endeavor, Inc. He is the Assistant Vice President of Business Development of the International Business unit of ACEN. Prior to this, he was a Strategy and Development Manager at Ayala Corporation. From 2014 to 2016, he was seconded to AF Payments, Inc., where he served as head of Business Development overseeing the launch of the Beep Card payment system. Prior to joining the Ayala Group, he was an associate at JP Morgan in New York. He is a board member of the Philippine Rugby Football Union and is the current President of the Notre Dame Club of the Philippines. Mr. Urquijo received his Bachelor of Arts degree in Political Science from University of Notre Dame, Indiana, USA, and obtained his Masters in Business Administration in INSEAD, France.

**Roland Joseph L. Duchâtelet**, 75, Belgian, worked for several enterprises in Belgium and Germany. He created several businesses throughout his career, meanwhile organizing approximately 50 acquisitions or sales of businesses. One of them was EPIQ, now part of IMI. Together with his business partners Rudi De Winter and Françoise Chombar, he created Melexis, a company which yielded them the title of "Enterprise of the Year" in 2000. In the year 2000, Mr. Duchâtelet became active in the internet business. Between 2007 and 2010 he was a member of the Belgian Senate. Mr. Duchâtelet has degrees in Engineering and Applied Economics from the University of Louvain. He also obtained his Masters in Business Administration from the same university.

Page 1 of 2

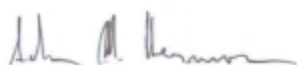
*Integrated Micro-electronics, Inc.*  
*Corporate Disclosure*

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Also in the same meeting, our Board considered and approved the appointment of Mr. Delfin L. Lazaro as the Chairman of the Board *vice* Mr. Jaime Augusto Zobel de Ayala as endorsed by our CGN Committee. Mr. Jaime Augusto Zobel de Ayala will remain involved in overseeing IMI's strategy, vision and growth in his capacity as Chairman of AC Industrial Technology Holdings, IMI's parent company, and Ayala Corporation.

Thank you.

Very truly yours,



**SOLOMON M. HERMOSURA**  
Corporate Secretary